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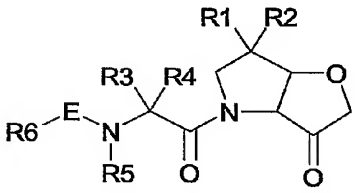
(54) Title: CYSTEINE PROTEASE INHIBITORS



(II)

(57) Abstract: A compound of the formula (II) wherein one of R^1 and R^2 is halo and the other is H or halo; R^3 is C_1-C_4 straight or branched chain, optionally fluorinated, alkyl; R^4 is H; or R^3 together with R^4 and the adjoining backbone carbon defines: a spiro-C_5-C_7 cycloalkyl, optionally substituted with 1 to 3 substituents selected from halo, hydroxyl, C_1-C_4 alkyl or C_1-C_4 haloalkyl; or optionally bridged with a methylene group; or a C_4-C_6 saturated heterocycle having a hetero atom selected from O, NRa, S, $S(=O)_2$; where Ra is H, C_1-C_4 alkyl or $CH_3C(=O)$; R^5 is independently selected from H or methyl; E is $-C(=O)-$, $-S(=O)_m-$, $-NR^5S(=O)_m-$, $-NR^5C(=O)-$, $-OC(=O)-$, R^6 is a stable, optionally substituted, monocyclic or bicyclic, carbocycle or hetorocycle; m is independently 0,1 or 2; are inhibitors of cathepsin K and useful in the treatment or prophylaxis of osteoporosis.

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